ARTICLES OF ORGANIZATION

OF

BELLA'S TOBACCO OUTLET, L.L.C.

ARTICLE I

The name of the Limited Liability Company is BELLA'S TOBACCO OUTLET, L.L.C.

ARTICLE II

The street address of the LLC's initial registered office is 409A Columbia Avenue, Greensburg, Kentucky 42743. The name of the initial registered agent at that office is Louie M. Lyle.

ARTICLE III

The mailing address of the initial principal office is Bella's Tobacco Outlet, 409A Columbia Avenue, Greensburg, Kentucky 42743.

ARTICLE IV

BELLA'S TOBACCO OUTLET, L.L.C. will be managed by its members.

ARTICLE V

The term of the Limited Liability Company is perpetual.

ARTICLE VI

The organizer and initial member of BELLA'S TOBACCO OUTLET, L.L.C. is:

Louie M. Lyle 659 Little Barren Church Road Greensburg, Kentucky 42743

DATED this _____ day of March, 2013.

Louie M. Lyle

COMMONWEALTH OF KENTUCKY **COUNTY OF GREEN**

Louie M. Lyle appeared before me and executed the Articles of Organization of

BELLA'S TOBACCO OUTLET, L.L.C., to be his voluntary act and deed.

My Commission Expires: 08/27/13

Notary Public

PREPARED BY:

John D. Henderson

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